

The David J. Joseph Company

April 15, 1999

RECORDATION NO.

FILED

APR 22 '99

10-30AM

Surface Transportation Board
1925 K Street, N.W.
Attn: Recordation of Railroad Equipment
Washington, DC 20423-0001

To Whom It May Concern:

Enclosed are an original and one copy of the Memorandum of Railcar Lease dated March 24, 1999 between the following parties:

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202

Lessee: Holnam, Inc.
6211 North Ann Arbor Road
Dundee, MI 48131

Please see the Exhibit A attached hereto, for the Equipment involved in this transaction.

Please file this agreement as a primary document. The fee of \$26.00 is included in the check number 460265.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Shelley B. Bacon

Shelley B. Bacon
Contract Assistant

Enclosure

MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT

APR 22 '99

10-30AM

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 24th day of March, 1999, is intended to evidence the lease dated as of March 24, 1999 (the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **HOLNAM, INC.**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the thirty-five (35) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

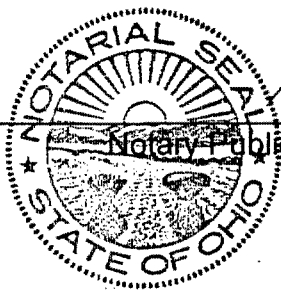
DJJ TRANSPORTATION SERVICES, INC.**HOLNAM, INC.**By: Paul E. LoebigBy: Linda Mac MillanName: Paul E. LoebigName: Linda Mac MillanTitle: Vice PresidentTitle: Logistics Manager-RailDate: March 24, 1999Date: April 8, 1999Transportation

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 24th day of March, 1999, by Paul E. Loebig, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:

July 22, 2002



STATE OF MICHIGAN)
)
COUNTY OF Monroe) SS:

The foregoing instrument was acknowledged before me this 8th day of April, 1999, by Linda MacMillan, the Logistics Manager/Rail Transportation of Holnam, Inc., a Delaware corporation, on behalf of the corporation.

Loretta F. Root
Notary Public

My Commission expires:

8-18-2001

LORETTA F. ROOT
Notary Public, Monroe County, MI
My Commission Expires Aug. 18, 2001

EXHIBIT A

To the Memorandum of Lease dated March 24, 1999, between DJJ Transportation Services, Inc. and Holnam, Inc.

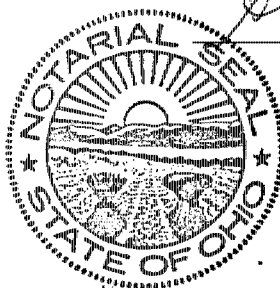
DESCRIPTION OF UNITS

Thirty-five (35) railcars bearing reporting marks as follows:

DJJX 6300	DJJX 6375	DJJX 6434	DJJX 6476	DJJX 6516
DJJX 6305	DJJX 6376	DJJX 6446	DJJX 6477	DJJX 6527
DJJX 6316	DJJX 6382	DJJX 6452	DJJX 6479	DJJX 6529
DJJX 6326	DJJX 6388	DJJX 6455	DJJX 6480	DJJX 6532
DJJX 6337	DJJX 6405	DJJX 6458	DJJX 6492	DJJX 6545
DJJX 6353	DJJX 6406	DJJX 6462	DJJX 6496	DJJX 6547
DJJX 6373	DJJX 6424	DJJX 6465	DJJX 6507	DJJX 6549

CERTIFICATE

The undersigned, Shelley B. Bacon notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.



Shelley B. Bacon

Notary Public

SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002